

Respectfully submitted,

Date: _____

1/2/02



Jonathan P. Osha, Reg. No. 33,986
Rosenthal & Osha L.L.P.
700 Louisiana, Suite 4550
Houston, TX 77002

Telephone: (713) 228-8600
Facsimile: (713) 228-8778

24797_1.DOC